

**IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE SOUTHERN DISTRICT OF TEXAS
 HOUSTON DIVISION**

In re:

**WESCO AIRCRAFT HOLDINGS, INC.,
 et al.,¹**
 Debtors.

Chapter 11

Case No. 23-90611 (MI)

(Jointly Administered)

**TWELFTH MONTHLY FEE STATEMENT OF PJT PARTNERS LP
 FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT
 OF EXPENSES INCURRED AS INVESTMENT BANKER TO THE DEBTORS FOR
THE PERIOD FROM MAY 1, 2024 THROUGH MAY 31, 2024**

Name of Applicant:	PJT Partners LP	
Applicant's Role in Case:	Investment Banker to the Debtors	
Date Order of Employment Signed:	July 27, 2023 [Docket No. 482]	
	Beginning of Period:	End of Period
Time period covered by this Statement:	May 1, 2024	May 31, 2024
Summary of Total Fees and Expenses Requested		
Total fees requested for payment in this Statement:	\$160,000.00 (80% of \$200,000.00)	
Total expenses requested for payment in this Statement:	\$1,168.48	
Total fees and expenses requested for payment in this Statement (excluding the 20% Holdback):	\$161,168.48	
Total fees and expenses for the period covered by this Statement (includes the 20% Holdback):	\$201,168.48	

¹ The Debtors operate under the trade name Incora and have previously used the trade names Wesco, Pattonair, Haas, and Adams Aviation. A complete list of the Debtors in these chapter 11 cases, with each one's federal tax identification number and the address of its principal office, is available on the website of the Debtors' noticing agent at <http://www.kcellc.net/incora/>. The service address for each of the Debtors in these cases is 2601 Meacham Blvd., Ste. 400, Fort Worth, TX 76137.



In accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 606], each party receiving notice of the monthly fee statement will have 14 days after service of the monthly fee statement to object to the requested fees and expenses. Upon the expiration of such 14-day period, the Debtors are authorized to pay the professional an amount of 80% of the fees and 100% of the expenses requested in the applicable monthly fee statement.

Pursuant to sections 327, 330, and 331 of title 11 of the United States Code (the “Bankruptcy Code”), rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), rule 2016-1 of the Bankruptcy Local Rules for the Southern District of Texas (the “Bankruptcy Local Rules”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 606] (the “Fee Procedures Order”), PJT Partners LP (“PJT”), as investment banker to the Debtors, hereby files its *Twelfth Monthly Fee Statement of PJT Partners LP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Investment Banker to the Debtors for the Period from May 1, 2024 through May 31, 2024* (the “Monthly Fee Statement”).

1. By this Monthly Fee Statement, and pursuant to the Fee Procedures Order, PJT seeks an interim payment of \$160,000.00 (80% of \$200,000.00) as compensation for professional services rendered to the Debtors during the period from May 1, 2024 through May 31, 2024 (the “Fee Period”) and reimbursement of actual and necessary expenses incurred in the amount of \$1,168.48, for a total amount of \$161,168.48, to be paid upon expiration of the objection deadline.

2. In support of this Monthly Fee Statement, PJT submits an *Invoice of Fees and Expenses for the Fee Period*, attached hereto as **Exhibit A**, and *Time Records for the Fee Period*, attached hereto as **Exhibit B**.

3. Pursuant to the Fee Procedures Order, any Notice Party (as defined in the Fee Procedures Order) objecting to the payment of the compensation and reimbursement of expenses

requested herein shall serve via email to PJT, a notice of its objection (the “Notice of Objection”), which shall specifically identify the objectionable fees and expenses, including the amount at issue, and the basis for the objection within fourteen (14) days after service of this Monthly Fee Statement.

4. Although every effort has been made to include all expenses incurred in the Fee Period, some expenses might not be included in this Monthly Fee Statement due to delays caused by accounting and processing during the Fee Period. PJT reserves the right to make further application to the Court for allowance of such expenses not included herein. Subsequent monthly fee statements will be filed in accordance with the Bankruptcy Code, the Bankruptcy Rules, and the Fee Procedures Order.

New York, New York
Dated: July 2, 2024

/s/ Peter Laurinaitis

Peter Laurinaitis
Partner
PJT Partners LP
280 Park Avenue
New York, NY 10017
(212) 364-7800

Investment Banker to the Debtors

CERTIFICATE OF SERVICE

I certify that, on July 2, 2024, a true and correct copy of the foregoing document was served through the Electronic Case Filing system of the United States Bankruptcy Court for the Southern District of Texas, and will be served as set forth in the Affidavit of Service to be filed by the Debtors' noticing agent.

/s/ Charles A. Beckham, Jr.
Charles A. Beckham, Jr.

EXHIBIT A

INVOICE OF FEES AND EXPENSES FOR THE FEE PERIOD

PJT Partners



June 26, 2024

Dawn Landry
 Chief Administrative Officer
 The Debtors c/o Wesco Aircraft Holdings, Inc.
 2601 Meacham Blvd., Suite 400
 Fort Worth, TX 76137

Monthly Fee for the period of May 1, 2024 through May 31, 2024:	\$	200,000.00
Less: Holdback at 20%		(40,000.00)
Out-of-pocket expenses processed through June 18, 2024: ⁽¹⁾		
Lodging	\$	1,168.48
Total Amount Due	\$	161,168.48

Invoice No. 10028506

⁽¹⁾ Expenses incurred, but not yet processed due to timing differences will be billed at a later date.

PJT Partners LP
 Finance Department - 17th Floor
 280 Park Avenue
 New York, NY 10017
 212 364-78000
 pjtagcountingus@pjtpartners.com

Wesco Aircraft Holdings, Inc.
Summary of Expenses

	GL Detail	Total
	Jun-24	Expenses
Lodging	\$ 1,168.48	\$ 1,168.48
Total	\$ 1,168.48	\$ 1,168.48
	Lodging	\$ 1,168.48
	Total Expenses	\$ 1,168.48

Wesco Aircraft Holdings, Inc.
Detail of Expenses Processed
Through June 18, 2024
Invoice No. 10028506

Lodging

Ramesh (1 night hotel stay in Houston, TX)	02/19/24 - 02/20/24	584.24	
Ramesh (1 night hotel stay in Houston, TX)	02/20/24 - 02/21/24	584.24	
	Subtotal - Lodging	<u>584.24</u>	\$ 1,168.48
	Total Expenses		<u><u>\$ 1,168.48</u></u>

EXHIBIT B

TIME RECORDS FOR THE FEE PERIOD

PJT PARTNERS LP
SUMMARY OF HOURS FOR THE PERIOD OF
MAY 1, 2024 THROUGH MAY 31, 2024

Professional	Title	Hours
Peter Laurinaitis	Partner	30.5
Jamie O'Connell	Partner	22.0
Stephen Bauer	Director	10.0
Ethan Ross	Vice President	48.0
Ashwin Telukuntla	Associate	37.0
Rahul Ramesh	Analyst	<u>45.0</u>
	Total	<u><u>192.5</u></u>

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MAY 1, 2024 THROUGH MAY 31, 2024

Professional	Date	Hours	Explanation
Peter Laurinaitis	05/01/24	0.5	Discussion with creditors and/or their advisors
Peter Laurinaitis	05/01/24	3.0	Listening to court proceedings
Peter Laurinaitis	05/01/24	1.0	Review of case emails
Peter Laurinaitis	05/02/24	3.0	Listening to court proceedings
Peter Laurinaitis	05/02/24	1.0	Review of case emails
Peter Laurinaitis	05/03/24	0.5	Review of case emails
Peter Laurinaitis	05/04/24	0.5	Review of case emails
Peter Laurinaitis	05/05/24	0.5	Review of case emails
Peter Laurinaitis	05/07/24	0.5	Call / meeting with Debtors' advisors on case strategy
Peter Laurinaitis	05/08/24	0.5	Call / meeting with Debtors' advisors on case strategy
Peter Laurinaitis	05/09/24	0.5	Call regarding exit financing / capital raise process
Peter Laurinaitis	05/09/24	0.5	Review of case emails
Peter Laurinaitis	05/10/24	1.5	Discussion with creditors and/or their advisors
Peter Laurinaitis	05/10/24	0.5	Review of case emails
Peter Laurinaitis	05/10/24	2.5	Preparation and review of case materials
Peter Laurinaitis	05/11/24	1.0	Review of case emails
Peter Laurinaitis	05/14/24	0.5	Call / meeting with Company
Peter Laurinaitis	05/14/24	0.5	Review of case emails
Peter Laurinaitis	05/14/24	0.5	PJT internal call / meeting
Peter Laurinaitis	05/15/24	0.5	Call / meeting with Debtors' advisors on case strategy
Peter Laurinaitis	05/15/24	0.5	Review of case emails
Peter Laurinaitis	05/15/24	0.5	Call / meeting with Debtors' advisors on case strategy
Peter Laurinaitis	05/16/24	3.0	Listening to court proceedings
Peter Laurinaitis	05/16/24	0.5	Review of case emails
Peter Laurinaitis	05/17/24	0.5	Discussion with creditors and/or their advisors
Peter Laurinaitis	05/17/24	0.5	Review of case emails
Peter Laurinaitis	05/18/24	0.5	Review of case emails
Peter Laurinaitis	05/21/24	0.5	Call / meeting with Company
Peter Laurinaitis	05/28/24	0.5	Call / meeting with Company
Peter Laurinaitis	05/28/24	2.5	Preparation and review of case materials
Peter Laurinaitis	05/29/24	0.5	Call / meeting with Debtors' advisors on case strategy
Peter Laurinaitis	05/30/24	1.0	Listening to court proceedings
		30.5	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MAY 1, 2024 THROUGH MAY 31, 2024

Professional	Date	Hours	Explanation
Jamie O'Connell	05/01/24	0.5	Discussion with creditors and/or their advisors
Jamie O'Connell	05/01/24	1.5	Preparation and review of case materials
Jamie O'Connell	05/01/24	0.5	Review of case emails
Jamie O'Connell	05/02/24	0.5	Review of case emails
Jamie O'Connell	05/03/24	0.5	Review of case emails
Jamie O'Connell	05/04/24	0.5	Review of case emails
Jamie O'Connell	05/07/24	0.5	Call / meeting with Debtors' advisors on case strategy
Jamie O'Connell	05/08/24	0.5	Call / meeting with Debtors' advisors on case strategy
Jamie O'Connell	05/09/24	0.5	Call regarding exit financing / capital raise process
Jamie O'Connell	05/09/24	2.5	Preparation and review of case materials
Jamie O'Connell	05/10/24	1.5	Discussion with creditors and/or their advisors
Jamie O'Connell	05/11/24	0.5	Review of case emails
Jamie O'Connell	05/14/24	0.5	Call / meeting with Company
Jamie O'Connell	05/14/24	0.5	PJT internal call / meeting
Jamie O'Connell	05/15/24	0.5	Call / meeting with Debtors' advisors on case strategy
Jamie O'Connell	05/15/24	0.5	Review of case emails
Jamie O'Connell	05/15/24	0.5	Call / meeting with Debtors' advisors on case strategy
Jamie O'Connell	05/16/24	3.0	Listening to court proceedings
Jamie O'Connell	05/17/24	0.5	Review of case emails
Jamie O'Connell	05/17/24	0.5	Discussion with creditors and/or their advisors
Jamie O'Connell	05/17/24	2.0	Preparation and review of case materials
Jamie O'Connell	05/18/24	0.5	Review of case emails
Jamie O'Connell	05/21/24	0.5	Call / meeting with Company
Jamie O'Connell	05/21/24	0.5	Review of case emails
Jamie O'Connell	05/22/24	0.5	Review of case emails
Jamie O'Connell	05/24/24	0.5	Review of case emails
Jamie O'Connell	05/28/24	0.5	Call / meeting with Company
Jamie O'Connell	05/29/24	0.5	Call / meeting with Debtors' advisors on case strategy
		22.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MAY 1, 2024 THROUGH MAY 31, 2024

Professional	Date	Hours	Explanation
Stephen Bauer	05/01/24	1.0	Review of case emails
Stephen Bauer	05/06/24	1.0	Review of case emails
Stephen Bauer	05/07/24	0.5	Call / meeting with Company
Stephen Bauer	05/14/24	1.0	Review of case emails
Stephen Bauer	05/14/24	0.5	Call / meeting with Company
Stephen Bauer	05/15/24	1.0	Discussion with potential financing source
Stephen Bauer	05/16/24	1.0	Discussion with potential financing source
Stephen Bauer	05/16/24	0.5	Review of case emails
Stephen Bauer	05/20/24	1.5	Review of case emails
Stephen Bauer	05/21/24	0.5	Call / meeting with Company
Stephen Bauer	05/28/24	0.5	Review of case emails
Stephen Bauer	05/28/24	0.5	Call / meeting with Company
Stephen Bauer	05/31/24	0.5	Discussion with potential financing source
		<u>10.0</u>	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MAY 1, 2024 THROUGH MAY 31, 2024

Professional	Date	Hours	Explanation
Ethan Ross	05/01/24	0.5	Discussion with creditors and/or their advisors
Ethan Ross	05/01/24	3.0	Listening to court proceedings
Ethan Ross	05/01/24	0.5	Review of case emails
Ethan Ross	05/01/24	4.0	Preparation and review of case materials
Ethan Ross	05/02/24	3.0	Listening to court proceedings
Ethan Ross	05/02/24	0.5	Review of case emails
Ethan Ross	05/03/24	0.5	Review of case emails
Ethan Ross	05/04/24	1.0	Review of case emails
Ethan Ross	05/05/24	0.5	Review of case emails
Ethan Ross	05/07/24	0.5	Call / meeting with Debtors' advisors on case strategy
Ethan Ross	05/07/24	3.5	Preparation and review of case materials
Ethan Ross	05/07/24	0.5	Review of case emails
Ethan Ross	05/08/24	0.5	Call / meeting with Debtors' advisors on case strategy
Ethan Ross	05/08/24	0.5	Review of case emails
Ethan Ross	05/08/24	4.0	Preparation and review of case materials
Ethan Ross	05/09/24	0.5	Call regarding exit financing / capital raise process
Ethan Ross	05/09/24	0.5	Review of case emails
Ethan Ross	05/10/24	1.5	Discussion with creditors and/or their advisors
Ethan Ross	05/10/24	0.5	Review of case emails
Ethan Ross	05/11/24	1.0	Review of case emails
Ethan Ross	05/12/24	3.0	Preparation and review of case materials
Ethan Ross	05/12/24	0.5	Review of case emails
Ethan Ross	05/13/24	1.0	Review of case emails
Ethan Ross	05/13/24	2.5	Preparation and review of case materials
Ethan Ross	05/14/24	0.5	Call / meeting with Company
Ethan Ross	05/14/24	0.5	PJT internal call / meeting
Ethan Ross	05/15/24	0.5	Call / meeting with Debtors' advisors on case strategy
Ethan Ross	05/15/24	0.5	Call / meeting with Debtors' advisors on case strategy
Ethan Ross	05/16/24	3.0	Listening to court proceedings
Ethan Ross	05/17/24	0.5	Discussion with creditors and/or their advisors
Ethan Ross	05/21/24	0.5	Call / meeting with Debtors' advisors on case strategy
Ethan Ross	05/21/24	4.0	Preparation and review of case materials
Ethan Ross	05/21/24	0.5	Call / meeting with Company

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MAY 1, 2024 THROUGH MAY 31, 2024

Professional	Date	Hours	Explanation
Ethan Ross	05/21/24	0.5	Review of case emails
Ethan Ross	05/23/24	1.0	Review of case emails
Ethan Ross	05/28/24	0.5	Call / meeting with Company
Ethan Ross	05/29/24	0.5	Call / meeting with Debtors' advisors on case strategy
Ethan Ross	05/30/24	1.0	Listening to court proceedings
		<u>48.0</u>	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MAY 1, 2024 THROUGH MAY 31, 2024

Professional	Date	Hours	Explanation
Ashwin Telukuntla	05/01/24	0.5	Discussion with creditors and/or their advisors
Ashwin Telukuntla	05/01/24	3.0	Listening to court proceedings
Ashwin Telukuntla	05/02/24	3.0	Listening to court proceedings
Ashwin Telukuntla	05/02/24	0.5	Review of case emails
Ashwin Telukuntla	05/03/24	1.0	Review of case emails
Ashwin Telukuntla	05/04/24	0.5	Review of case emails
Ashwin Telukuntla	05/05/24	0.5	Review of case emails
Ashwin Telukuntla	05/06/24	1.0	Review of case emails
Ashwin Telukuntla	05/07/24	0.5	Call / meeting with Debtors' advisors on case strategy
Ashwin Telukuntla	05/08/24	0.5	Call / meeting with Debtors' advisors on case strategy
Ashwin Telukuntla	05/08/24	2.0	Preparation and review of case materials
Ashwin Telukuntla	05/09/24	0.5	Call regarding exit financing / capital raise process
Ashwin Telukuntla	05/09/24	1.0	Review of case emails
Ashwin Telukuntla	05/10/24	1.5	Discussion with creditors and/or their advisors
Ashwin Telukuntla	05/14/24	0.5	Call / meeting with Company
Ashwin Telukuntla	05/14/24	1.0	Review of case emails
Ashwin Telukuntla	05/14/24	0.5	PJT internal call / meeting
Ashwin Telukuntla	05/14/24	3.0	Preparation and review of case materials
Ashwin Telukuntla	05/15/24	0.5	Call / meeting with Debtors' advisors on case strategy
Ashwin Telukuntla	05/15/24	0.5	Call / meeting with Debtors' advisors on case strategy
Ashwin Telukuntla	05/15/24	1.0	Review of case emails
Ashwin Telukuntla	05/16/24	3.0	Listening to court proceedings
Ashwin Telukuntla	05/17/24	0.5	Discussion with creditors and/or their advisors
Ashwin Telukuntla	05/17/24	3.5	Preparation and review of case materials
Ashwin Telukuntla	05/21/24	0.5	Call / meeting with Debtors' advisors on case strategy
Ashwin Telukuntla	05/21/24	1.0	Review of case emails
Ashwin Telukuntla	05/21/24	0.5	Call / meeting with Company
Ashwin Telukuntla	05/28/24	0.5	Call / meeting with Company
Ashwin Telukuntla	05/29/24	0.5	Call / meeting with Debtors' advisors on case strategy
Ashwin Telukuntla	05/29/24	3.0	Preparation and review of case materials
Ashwin Telukuntla	05/30/24	1.0	Listening to court proceedings
		37.0	

PJT PARTNERS LP
HOURLY DETAILS FOR THE PERIOD OF
MAY 1, 2024 THROUGH MAY 31, 2024

Professional	Date	Hours	Explanation
Rahul Ramesh	05/01/24	0.5	Discussion with creditors and/or their advisors
Rahul Ramesh	05/01/24	3.0	Listening to court proceedings
Rahul Ramesh	05/01/24	0.5	Review of case emails
Rahul Ramesh	05/02/24	1.5	Listening to court proceedings
Rahul Ramesh	05/02/24	6.0	Preparation and review of case materials
Rahul Ramesh	05/02/24	0.5	Review of case emails
Rahul Ramesh	05/03/24	0.5	Review of case emails
Rahul Ramesh	05/07/24	0.5	Call / meeting with Debtors' advisors on case strategy
Rahul Ramesh	05/07/24	0.5	Review of case emails
Rahul Ramesh	05/08/24	0.5	Call / meeting with Debtors' advisors on case strategy
Rahul Ramesh	05/09/24	0.5	Call regarding exit financing / capital raise process
Rahul Ramesh	05/09/24	5.5	Preparation and review of case materials
Rahul Ramesh	05/09/24	0.5	Review of case emails
Rahul Ramesh	05/10/24	1.5	Discussion with creditors and/or their advisors
Rahul Ramesh	05/14/24	0.5	Call / meeting with Company
Rahul Ramesh	05/14/24	0.5	Review of case emails
Rahul Ramesh	05/14/24	4.5	Preparation and review of case materials
Rahul Ramesh	05/14/24	0.5	PJT internal call / meeting
Rahul Ramesh	05/15/24	0.5	Call / meeting with Debtors' advisors on case strategy
Rahul Ramesh	05/15/24	0.5	Call / meeting with Debtors' advisors on case strategy
Rahul Ramesh	05/15/24	0.5	Review of case emails
Rahul Ramesh	05/16/24	3.0	Listening to court proceedings
Rahul Ramesh	05/17/24	0.5	Discussion with creditors and/or their advisors
Rahul Ramesh	05/21/24	0.5	Call / meeting with Debtors' advisors on case strategy
Rahul Ramesh	05/21/24	0.5	Review of case emails
Rahul Ramesh	05/21/24	0.5	Call / meeting with Company
Rahul Ramesh	05/28/24	0.5	Call / meeting with Company
Rahul Ramesh	05/28/24	3.5	Preparation and review of case materials
Rahul Ramesh	05/28/24	0.5	Review of case emails
Rahul Ramesh	05/29/24	0.5	Call / meeting with Debtors' advisors on case strategy
Rahul Ramesh	05/29/24	4.5	Preparation and review of case materials
Rahul Ramesh	05/30/24	1.0	Listening to court proceedings
		<u>45.0</u>	